

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

CORRECTION TO OIL, GAS, AND MINERAL LEASE

Reference is hereby made to that certain Oil and Gas Lease (hereinafter referred to as "Subject Lease") dated the 21st day of November, 2006, by and between William M. Upton and wife Cynthia L. Upton, as Lessor, and Dale Resources, L.L.C., as Lessee, whose address is 2100 Ross Ave Suite 1870 Dallas, TX 75201, which lease is recorded in Document # D206392437 of the Public Records of Tarrant County, Texas.

WHEREAS, the Subject Lease has been included in the following conveyances:

Assignment of Oil, Gas and Mineral Leases by and between Dale Resources, L.L.C., as Assignor, and Dale Property Services, LLC, as Assignee, recorded as Document No. D207329947;

Conveyance by and between Dale Property Services, LLC, as Grantor, and Chesapeake Exploration, L.L.C., as Grantee, recorded as Document No. D207376397;

Partial Assignment and Bill of Sale by and between Chesapeake Exploration, L.L.C., as Assignor, and Parallel Petroleum Corporation (now Parallel Petroleum LLC) and Wes-Tex Drilling Company, L.P., as Assignee, recorded as Document No. D208127284;

Partial Assignment by and between Chesapeake Exploration, L.L.C. as assignor and Total E&P USA, Inc. as assignee recorded as Document No. D210019134, Deed Records, Tarrant County, Texas.

WHEREAS, the aforementioned assignees and grantees are collectively referred to as "Assignees."

WHEREAS, the Leased Premises described in the Oil, Gas and Mineral Lease reads as follows:

0.476 acres of land, more or less, being Lot 1A and 1B, Block 5 out of the Richland Hills South Addition, an

BUSD 0907855 Reg 16

Addition to the City of Richland Hills, Tarrant County, Texas, being more particularly described by metes and bounds in that certain plat dated the 12th of January, 1955, recorded in volume 388-2, Page 12, of the Plat Records of Tarrant County, Texas.

Whereas it is the desire of said Lessor and Assignees to amend the description of the Subject Lease.

NOW THEREFORE, the undersigned do hereby delete the description in Paragraph No. 1 in Exhibit A of said lease as described above and in its place insert the following:

0.476 acres of land, more or less, being Lot 1, Block 5 out of the Richland Hills South Addition, an Addition to the City of Richland Hills, Tarrant County, Texas, being more particularly described by metes and bounds in that certain plat dated the 12th of January, 1955, recorded in volume 388-2, Page 12, of the Plat Records of Tarrant County, Texas.

Furthermore the undersigned do hereby ratify, adopt and confirm said Lease as hereby amended, as a valid and subsisting Lease and the undersigned Lessor does hereby grant, demise, lease and let unto Assignees, the present owner of the Subject Lease, the premises described above, subject to and in accordance with all of the terms and provisions of the Subject Lease as hereby amended.

This agreement shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

To facilitate execution, this instrument may be executed in as many counterparts as may be convenient or required. It shall not be necessary that the signature of all persons required to bind any party appear on each counterpart. All counterparts shall collectively constitute a single instrument. It shall not be necessary in making proof of this instrument to produce or account for more than a single counterpart containing the respective signatures of, or on behalf of, each of the parties hereto. Any signature page to any counterpart may be detached from such counterpart without impairing the legal effect of the signatures thereon and thereafter attached to another counterpart identical thereto except having attached to it additional signature pages.

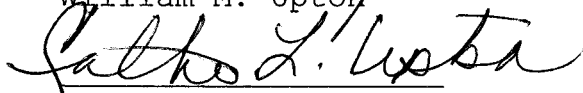
EXECUTED the 14 day of June 2010, but for all purposes

effective the 21st day, of November 2006.

Lessor: William M. Upton and Cynthia L. Upton, husband and wife.



William M. Upton



Cynthia L. Upton

Assignee:

Chesapeake Exploration, L.L.C.

By: 

Henry J. Hood

Its: Senior Vice President Land
and Legal & General Counsel

Assignee:

Parallel Petroleum Corporation

By: _____

John S. Rutherford

Its: Vice President

Assignee:

Wes-Tex Drilling Company, L.P.


By: _____

David Morris

Its: Executive Vice President

TOTAL E&P USA, INC., a Delaware corporation

By: 

Eric Bonnin, Vice President- Business Development and Strategy 

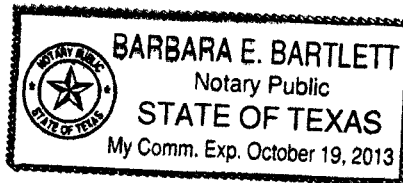
Acknowledgments

STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on 14 day
of June, 2010, by William M. Upton and Cynthia L.
Upton,

Barbara Bartlett
Notary Public State of Texas



STATE OF OKLAHOMA §
§
COUNTY OF OKLAHOMA §

This instrument was acknowledged before me on this 19th
day of July, 2010, by Henry J. Hood, as the Senior
Vice President - Land and Legal & General Counsel of Chesapeake
Exploration, L.L.C., successor by merger to Chesapeake
Exploration Limited Partnership, LLC, on behalf of said limited
liability company.

Given under my hand and seal the day and year last above
written.

Brenda L. Johnson
Notary Public, State of Oklahoma
Notary's name (printed):
Notary's commission expires:



STATE OF TEXAS)
)
COUNTY OF MIDLAND)

The foregoing instrument was acknowledged before me on _____, 2010, by John S. Rutherford, Vice President of Parallel Petroleum LLC, a Delaware limited liability company, on behalf of said company.

My Commission Expires: _____
Notary Public _____
State, _____
County, _____

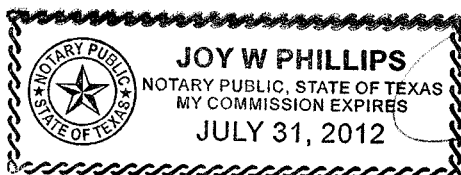
STATE OF TEXAS)
)
COUNTY OF TAYLOR)

The foregoing instrument was acknowledged before me on _____, 2010, by David Morris, Executive Vice President of Wes-Tex Holdings, LLC, General Partner of Wes-Tex Drilling Company, L.P., a Texas limited partnership, on behalf of said corporation.

My Commission Expires: _____
Notary Public _____
State, _____
County, _____

STATE OF TEXAS)
)
COUNTY OF HARRIS)

9th The foregoing instrument was acknowledged before me this day of August, 2010, by Eric Bonnin as Vice President - Business Development and Strategy of **TOTAL E&P USA, INC.**, a Delaware corporation, as the act and deed and behalf of such corporation.



[Signature]

Notary Public in and for the State of Texas

SUZANNE HENDERSON

COUNTY CLERK



100 West Weatherford Fort Worth, TX 76196-0401

PHONE (817) 884-1195

DALE RESOURCES
500 TAYLOR ST
FT WORTH, TX 76102

Submitter: DALE RESOURCES LLC

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 9/14/2010 11:07 AM

Instrument #: D210224813

LSE

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PGS

\$32.00

By: 

D210224813

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY
BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Prepared by: VMMASSINGILL